

**UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK**

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<b>In re</b>	:	<b>Chapter 11 Case No.</b>
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<b>GENERAL MOTORS CORP., <i>et al.</i>,</b>	:	<b>09-50026 (REG)</b>
	:	
<b>Debtors.</b>	:	<b>(Jointly Administered)</b>
	:	
-----X		

**NOTICE OF SETTLEMENT OF COUNTER-ORDER DENYING  
MOTION FOR APPOINTMENT OF ADDITIONAL COMMITTEE  
OF FAMILY & DISSIDENT GM BONDHOLDERS**

**PLEASE TAKE NOTICE**, that a proposed Counter-Order, a copy of which is annexed hereto, will be presented for settlement and signature to the Honorable Robert E. Gerber, United States Bankruptcy Judge, at the United States Bankruptcy Court, One Bowling Green, New York, New York 10004 on June 30, 2009 at 12:00 noon.

**PLEASE TAKE FURTHER NOTICE**, that objections or other Counter-Orders must be served and filed on the undersigned at the address below; filed with the Clerk of the United States Bankruptcy Court for the Southern District of New York; and the Chambers of

Bankruptcy Judge Robert E. Gerber to be filed and received not later than June 30, 2009 at 11:00  
a.m. of that day.

Dated: New York, New York  
June 25, 2009

/s/ Harvey R. Miller  
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**Chapter 11 Case No.**  
**09-50026 (REG)**  
**(Jointly Administered)**

**ORDER DENYING MOTION OF THE UNOFFICIAL COMMITTEE OF FAMILY &  
DISSIDENT GM BONDHOLDERS FOR AN ORDER DIRECTING THE UNITED  
STATES TRUSTEE TO APPOINT AN OFFICIAL COMMITTEE OF FAMILY &  
DISSIDENT BONDHOLDERS**

This matter coming before the Court on June 23, 2009, on the motion of the Unofficial Committee of Family & Dissident GM Bondholders for an Order Directing the United States Trustee to Appoint an Official Committee of Family & Dissident GM Bondholders (the “**Motion**”); the Court having reviewed the motion and having heard argument on the Motion, and (a) the Court having jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334, (b) this being a core proceeding pursuant to 28 U.S.C. § 157(b), (c) due and proper notice of the Motion having been provided, and (d) pursuant to Fed. R. Bankr. P. 7052, the Court stated its findings of fact and conclusions of law on the record, in determining that the appointed Official Committee of General Unsecured Creditors adequately represents the interests of all unsecured creditors, including the Family & Dissident GM Bondholders and, therefore, it

is not necessary to appoint an additional statutory committee of Family & Dissident GM

Bondholders;

IT IS HEREBY ORDERED THAT:

The Motion is DENIED.

Dated: New York, New York  
June , 2009

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HONORABLE ROBERT E. GERBER  
UNITED STATES BANKRUPTCY JUDGE